

EXHIBIT A

Declaration of David E. Kirtley

BARNES & THORNBURG LLP
One North Wacker Drive, Suite 4400
Chicago, Illinois 60606
Telephone: (312) 357-1313
Facsimile: (312) 759-5646

Deborah L. Thorne (admitted *pro hac vice*)
Kathleen L. Matsoukas (KL-1821)
Email: deborah.thorne@btlaw.com
kathleen.matsoukas@btlaw.com

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:)	Chapter 11
)	
DELPHI CORPORATION, <i>et al.</i> ,)	No. 05-44481 (RDD)
)	
Reorganized Debtors.)	Jointly Administered
)	
)	
DELPHI CORPORATION, <i>et al.</i>)	
)	
Plaintiffs,)	Adv. Pro. No. 07-2348
)	
-against-)	
)	
JOHNSON CONTROLS, JOHNSON)	
CONTROLS BATTERY GROUP, JOHNSON)	
CONTROLS GMBH & CO. KG and JOHNSON)	
CONTROLS, INC.)	
)	
Defendants.)	

DECLARATION OF DAVID E. KIRTLEY

David E. Kirtley declares as follows:

1. I am the Vice President and General Counsel of Johnson Controls, Inc., Power Solutions Americas. I make this Declaration on behalf of Johnson Controls Battery Group, Inc. and Johnson Controls, Inc. (collectively, "JCI").

2. I make this Declaration to the best of my personal knowledge and if called as a witness would testify to the facts contained herein.

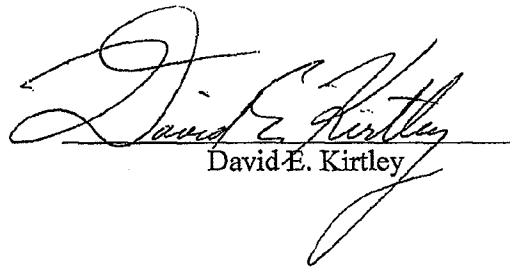
3. Until March of 2010, JCI did not know that Delphi Corporation and its affiliates or successors (collectively "Delphi") had commenced a lawsuit in 2007 under seal against JCI seeking to avoid and recover over \$1.9 million in transfers made by Delphi. JCI received no notice of any activity in the above-captioned adversary proceeding, including the initiation of the adversary proceeding, the filing of the complaint, or the filing of any motions or orders related thereto.

4. Because JCI did not know that it had been sued by Delphi, JCI took no special steps to organize and preserve its records with respect to Delphi. Additionally, employees with knowledge of these records may no longer be with the company.

5. If JCI had known that Delphi commenced an action against JCI, it could have taken steps to (1) challenge any motions made by the Plaintiff, and (2) organize and preserve its records with respect to Delphi.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on May __, 2010



David E. Kirtley